UNITED STATES	<b>BANKRUPTCY COURT</b>
SOUTHERN DIST	RICT OF NEW YORK

	X	
In re	:	
	:	Chapter 11
SEARS HOLDINGS CORPORATION, et al.,	:	•
	:	Case No. 18-23538 (RDD
	:	
Debtors. <sup>1</sup>	:	(Jointly Administered)

#### **AFFIDAVIT OF SERVICE**

I, Nuno Cardoso, depose and say that I am employed by Prime Clerk LLC ("*Prime Clerk*"), the claims and noticing agent for the Debtors in the above-captioned chapter 11 cases.

On June 12, 2019, at my direction and under my supervision, employees of Prime Clerk caused the following documents to be served by the method set forth on the Master Service List attached hereto as **Exhibit A**:

- Notice of Presentment of Stipulation and (Proposed) Order by and among Sellers, Buyer, and WRI/Raleigh, L.P. Extending Time for Assumption or Rejection of Certain Lease of Nonresidential Real Property [Docket No. 4180] ("Notice of Presentment of WRI/Raleigh, L.P. Stipulation")
- Notice of Presentment of (Proposed) Order (I) Authorizing Assumption and Assignment
  of Certain Leases and (II) Granting Related Relief [Docket No. 4192] ("Notice of
  Presentment of Proposed Assumption and Assignment Order")

<sup>&</sup>lt;sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

- Notice of Presentment of Stipulation and (Proposed) Order by and among Sellers, Buyer, and Capri Urban Baldwin, LLC Extending Time for Assumption or Rejection of Leases of Nonresidential Real Property [Docket No. 4194] the ("Notice of Presentment of Capri Urban Baldwin, LLC Stipulation")
- Notice of Presentment of Stipulation and (Proposed) Order by and among Sellers, Buyer, and Pennsee, LLC Extending Time for Lease of Nonresidential Real Property [Docket No. 4201] the ("Notice of Presentment of Pennsee, LLC Stipulation")
- Notice of Presentment of Stipulation and (Proposed) Order by and among Sellers, Buyer, and Landlord PREP Hanover Real Estate LLC Extending Time for Lease of Nonresidential Real Property [Docket No. 4202] the ("Notice of Presentment of PREP Hanover Real Estate LLC Stipulation")

On June 12, 2019, at my direction and under my supervision, employees of Prime Clerk caused the Notice of Presentment WRI/Raleigh, L.P. Stipulation to be served via first class mail and email on WRI/Raleigh, L.P., Allen Matkins Leck Gamble Mallory & Natsis LLP, Attn: Ivan M. Gold, Three Embarcadero Center, 12th Floor, San Francisco, CA, 94111-4074 (igold@allenmatkins.com).

On June 12, 2019, at my direction and under my supervision, employees of Prime Clerk caused the Notice of Presentment of Proposed Assumption and Assignment Order to be served via first class mail and email on Loyal Holdings DE LLC, Sirlin Lesser & Benson, P.C., Attn: Dana S. Plon, 123 South Broad Street, Suite 2100, Philadelphia, PA, 19109 (Dplon@sirlinlaw.com).

On June 12, 2019, at my direction and under my supervision, employees of Prime Clerk caused the Notice of Presentment of Capri Urban Baldwin, LLC Stipulation to be served via first class mail and email on Capri Urban Baldwin, LLC, Sheppard Mullin Richter & Hampton LLP, Attn: Alan Feld, 333 South Hope Street, 43rd Floor, Los Angeles, CA, 90071 (afeld@sheppardmullin.com).

On June 12, 2019, at my direction and under my supervision, employees of Prime Clerk caused the Notice of Presentment of Pennsee, LLC Stipulation to be served via first class mail and email on Pennsee, LLC, Sirlin Lesser & Benson, P.C., Attn: Dana S. Plon, 123 South Broad Street, Suite 2100, Philadelphia, PA, 19109 (Dplon@sirlinlaw.com).

On June 12, 2019, at my direction and under my supervision, employees of Prime Clerk caused the Notice of Presentment of PREP Hanover Real Estate LLC Stipulation to be served via first class mail and email on PREP Hanover Real Estate LLC, Benesch, Friedlander, Coplan & Aronoff LLP, Attn: Kevin M. Capuzzi, 222 Delaware Avenue Suite 801, Wilmington, DE, 19801 (kcapuzzi@beneschlaw.com).

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Dated: June 17, 2019

Nuno Cardoso

State of New York County of New York

Subscribed and sworn to (or affirmed) before me on June 17, 2019, by Nuno Cardoso, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature

JAMES A. MAPPLETHORPE Notary Public, State of New York No. 01MA6370846

Qualified in New York County Commission Expires February 12, 2022 18-23538-shl Doc 4248 Filed 06/17/19 Entered 06/17/19 15:24:35 Main Document Pg 4 of 36

#### Exhibit A

#### 18-23538-shl Doc 4248 Filed 06/17/19 Entered 06/17/19 15:24:35 Main Document Pg 5 of 36

Master Service List Served as set forth below

Aftire Dana Nessel, Jaundicha M., Harris 300 W. Grand Blvd. Grand	DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
AG and Assistant AG for the State of Michigan, Department of Treasury Michigan, Department of Treasury Michigan, Depart of Treasury Michigan, Depart of Treasury Altr. In S. Diezen(F, Philip C, Dublin, Abid outperf), Sara Is Benguler, Demand of Unsecured Creditors of Sears Holdings Corporation, et al.  Altr. In S. Diezen(F, Philip C, Dublin, Abid outperf), Sara Is Benguler, Demand of Public Agriculture of Unsecured Creditors of Sears Holdings Corporation, et al.  Altr. May Sear H. Alderman, I.  Altr. Sara May In Sear Good District Aldine Independent School District Altr. Israelle C. Arnold Associated Norman Servicing, LIC, the Bank of New York Mellon As Agent Bayview Loan Servicing, LIC, the Bank of New York Mellon As Agent Bayview Loan Servicing, LIC, the Bank of New York Mellon As Agent Bayview Loan Servicing, LIC, the Bank of New York Mellon As Agent Bayview Loan Servicing, LIC, the Bank of New York Mellon As Agent Bayview Loan Servicing, LIC, the Bank of New York Mellon As Agent Bayview Loan Servicing, LIC, the Bank of New York Mellon As Agent Bayview Loan Servicing, LIC, the Bank of New York Mellon As Agent Bayview Loan Servicing, LIC, the Bank of New York Mellon As Agent Bayview Loan Servicing, LIC, the Bank of New York Mellon As Agent Bayview Loan Servicing, LIC, the Bank of New York Mellon As Agent Bayview Loan Servicing, LIC, the Bank of New York Mellon As Agent Bayview Loan Servicing, LIC, the Bank of New York Mellon As Agent Bayview Loan Servicing, LIC, the Bank of New York Mellon As Agent Bayview Loan Servicing, LIC, the Bank of New York Mellon As Agent Bayview Loan Servicing, LIC, the Bank of New York Mellon As Agent Bayview Loan Servicing, LIC, the Bank of New York Mell			Attn: Dana Nessel, Juandisha M. Harris		
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Proposed Counsel to Official Committee of Unsecured Creditors of Sears Holdings Corporation, et al.  Alin Gump Strauss Hauer & Feld LLP  New York NY 10036  Attr. Myrke N, Modernan, Ir. 185. Asylum Street  Hardford Cr 06103  Attr. Myrke N, Modernan, Ir. 185. Asylum Street  Hardford Cr 06103  Attr. Myrke N, Modernan, Ir. 185. Asylum Street  Hardford Cr 06103  Attr. Myrke N, Modernan, Ir. 185. Asylum Street  Hardford Cr 06103  Attr. Myrke N, Modernan, Ir. 185. Asylum Street  Hardford Cr 06103  Attr. Semila H, Walters, Johnetta Lang 2500 W.N. Throne Drive  Houston TX 77073  Attr. Asylum Street  Houston TX 77073  Attr. Semila H, Walters, Johnetta Lang 2500 W.N. Throne Drive  Houston TX 77073  Attr. Semila H, Walters, Johnetta Lang 2500 W.N. Throne Drive  Houston TX 77073  Attr. Semila H, Walters, Johnetta Lang 2500 W.N. Throne Drive  Houston TX 77073  Attr. Semila H, Walters, Johnetta Lang 2500 W.N. Throne Drive  Houston TX 77073  Attr. Semila H, Walters, Johnetta Lang 2500 W.N. Throne Drive  Houston TX 77073  Attr. Semila H, Walters, Johnetta Lang 2500 W.N. Throne Drive  Houston TX 77073  Attr. Semila H, Walters, Johnetta Lang 2500 W.N. Throne Drive  Houston TX 77073  Attr. Semila H, Walters, Johnetta Lang 2500 W.N. Throne Drive  Houston TX 77073  Attr. Semila H, Walters, Johnetta Lang 2500 W.N. Throne 2500 W.N. Th	Counsel to State of Michigan, Department of Treasury	Michigan, Dept. of Treasury	Detroit MI 48202	harrisj12@michigan.gov	Email
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Sears Holdings Corporation, et al.  Akin Gump Strauss Hauer & Feld LLP Attr. Myles H. Alderman, Jr. 185 Asylum Street Attr. Alderson ('Anderson') Alderman & Alderman, LLC Alderman & A			Qureshi, Sara L. Brauner	pdublin@akingump.com	
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Counsel to Svetlana Anderson ("Anderson")  Alderman & Alderman, LLC  Altro-manel H. Walters, Johnetta Lang 2520 W. W. Thome Drive  Houston TX 7703  Attorneys for Aldine Independent School District  Aldine Independent School District Aldine Independent School District 300  Altine Indepe			Attn: Myles H. Alderman, Jr.		
Attorneys for Aldine Independent School District  Attn: Jenelle C. Arnold 475 Juliand Drive, Suite 200 P.O. 8ox 17933  Attn: Jenelle C. Arnold 475 Juliand Drive, Suite 200 P.O. 8ox 17933  Attn: Jenelle C. Arnold 475 Juliand Drive, Suite 200 P.O. 8ox 17933  Attn: Lengle C. Arnold 475 Juliand Drive, Suite 200 P.O. 8ox 17933  Attn: Lengle C. Agranda Inc. are R. Hall & Joseph Badtke-Berkow 1221 Avenue of the Americas Alton. Leura R. Hall & Joseph Badtke-Berkow 1221 Avenue of the Americas Alton. Leura R. Hall & Joseph Badtke-Berkow 1221 Avenue of the Americas Alton. Leura R. Hall & Joseph Badtke-Berkow 1221 Avenue of the Americas Alton. Leura R. Hall & Joseph Badtke-Berkow 1221 Avenue of the Americas Alton. Leura R. Hall & Joseph Badtke-Berkow 1221 Avenue of the Americas Alton. Leura R. Hall & Joseph Badtke-Berkow 1221 Avenue of the Americas Alton. Leura R. Hall & Joseph Badtke-Berkow 1221 Avenue of the Americas Alton. Leura R. Hall & Joseph Badtke-Berkow 1221 Avenue of the Americas Alton. Alton. Americas Alton. Alton. Americas Alton. Alton. Alton. Americas Alton. Alton. Americas Alton. Alton. Alton. Americas Alton. Alton. Americas Alton. Alton. Alton. Americas Alton. Alton. Alton. Alton. Alton. Americas Alton. Alto			185 Asylum Street		
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Attoneys for Aldine Independent School District 300 Actine Independent All Independent School District 300 Actine Independe			Attn: Pamela H. Walters, Johnetta Lang		
Attn: Jenelle C. Arnold 4375 Jutland Drive, Suite 2000 As Agent Bayview Loan Servicing, LLC, the Bank of New York Mellon FKA the Bank of New York  Aldridge Pite, LLP  San Diego CA 92177-0933 Jarnold@aldridgepite.com  Email  Attr. Laura B. Hall B. Joseph Badtke-Berkow 1221 Avenue of the Americas  Allen & Overy LLP  New York NY 10020 Joseph.badtke-berkow@allenovery.com  Allen & Overy LLP  Allen & Overy LLP  Allen & Overy LLP  Allen & Overy LLP  New York NY 10020 Joseph.badtke-berkow@allenovery.com  Email  Attr. James J. Vincequerra 90 Park Avenue  Counsel to Twentieth Century Fox Home Entertainment LLC  Alston & Bird LLP  Alston & Bird LLP  Alston & Bird LLP  Aston & Bird			2520 W.W. Thorne Drive		
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FKA the Bank of New York Aldridge Pite, LLP And Attr. Laura R. Hall & Joseph Badtke-Berkow Loursel to Morneau Shepell Ltd., in its capacity as administrator of the Sears Canada Inc. Registered Pension Plan Alter. James J. Vincequerra By Park Avenue Alter. James J. Vincequerra By Park Avenue Counsel to Twentieth Century Fox Home Entertainment LLC Alston & Bird LLP Alston			4375 Jutland Drive, Suite 200		
Attri: Laura R. Hall & Joseph Badtke-Berkow 1221 Avenue of the Americas 1222 Avenue of	As Agent Bayview Loan Servicing, LLC, the Bank of New York Mellon		P.O. Box 17933		
Counsel to Morneau Shepell Ltd., in its capacity as administrator of the Sears Canada Inc. Registered Pension Plan  Allen & Overy LLP  Allen & Overy LLP  Allen & Overy LLP  Alter Sames J. Vincequerra 90 Park Avenue  Some York NY 10016-1387  Annual Leib M. Lerner 333 South Hope Street 16th Floor  Counsel to Twentieth Century Fox Home Entertainment LLC  Alston & Bird LLP  Alston Angeles Chapson  Alton & Bird LLP  Alston Andrewal & Bird LLP  Alston Alston Alston & Bird LLP  Alston Alston & Bird LLP  Alston Alston	FKA the Bank of New York	Aldridge Pite, LLP		jarnold@aldridgepite.com	Email
Sears Canada Inc. Registered Pension Plan Allen & Overy LLP Attr. Isames J. Vincequerra 90 Park Avenue Counsel to Twentieth Century Fox Home Entertainment LLC Alston & Bird LLP New York NY 10016-1387 Attr. Leib M. Lerner 333 South Hope Street 16th Floor Counsel to Twentieth Century Fox Home Entertainment LLC Alston & Bird LLP Los Angeles CA 90071 Leib.lerner@alston.com Email  Counsel to Twentieth Century Fox Home Entertainment LLC Alston & Bird LLP Los Angeles CA 90071 Leib.lerner@alston.com Email  Attr. Anthony J. D'Artiglio, Esq. 365 Rifle Camp Road Counsel to Sayville Menlo, LLC Ansell Grimm & Aaron, P.C. Woodland Park NJ 07424 Attr. Anthony J. D'Artiglio, Joshua S. Bauchner 365 Rifle Camp Road Counsel to the Local Texas Tax Authorities Ansell Grimm & Aaron, P.C. Woodland Park NJ 07424 ajd@ansellgrimm.com Email  Attr. Allen G. Kadish, Lance A. Schildkraut 630 Third Avenue Counsel to Community Unit School District 300 Archer & Greiner, P.C. New York NY 10017 Ischildkraut@archerlaw.com Lounsel to Rare Hospitality Management, LLC, Rare Hospitality International, Inc., Cheddars Casual Café, Inc., and Darden  Attr. Andrew I. Silfen, Beth Brownstein 1301 Avenue of the Americas Indicate Carbon School District Scoul Café, Inc., and Darden			·		
Attn: James J. Vincequerra 90 Park Avenue Counsel to Twentieth Century Fox Home Entertainment LLC Alston & Bird LLP Los Angeles CA 90071 Attn: Anthony J. D'Artiglio, Esq. 365 Rifle Camp Road Counsel to Sayville Menlo, LLC Ansell Grimm & Aaron, P.C. Woodland Park NJ 07424 Attn: Anthony J. D'Artiglio, Joshua S. Bauchner 365 Rifle Camp Road Counsel to the Local Texas Tax Authorities Ansell Grimm & Aaron, P.C. Woodland Park NJ 07424 Attn: Anthony J. D'Artiglio, Joshua S. Bauchner 365 Rifle Camp Road Counsel to the Local Texas Tax Authorities Ansell Grimm & Aaron, P.C. Woodland Park NJ 07424 Attn: Althony J. D'Artiglio, Joshua S. Bauchner 365 Rifle Camp Road Counsel to the Local Texas Tax Authorities Ansell Grimm & Aaron, P.C. Woodland Park NJ 07424 Attn: Althony J. D'Artiglio, Joshua S. Bauchner 365 Rifle Camp Road Woodland Park NJ 07424 ajd@ansellgrimm.com Email Attn: Allen G. Kadish, Lance A. Schildkraut 630 Third Avenue akadish@archerlaw.com bew York NY 10017 Ischildkraut@archerlaw.com Ischildkrau				- ,	
Sourced to Twentieth Century Fox Home Entertainment LLC Alston & Bird LLP Alston & Angele C A 90071 Altton Anthony J. D'Artiglio, Esq. 365 Rifle Camp Road Altton Anthony J. D'Artiglio, Joshua S. Bauchner 365 Rifle Camp Road Altton Anthony J. D'Artiglio, Joshua S. Bauchner 365 Rifle Camp Road Altton Anthony J. D'Artiglio, Joshua S. Bauchner 365 Rifle Camp Road Altton Anthony J. D'Artiglio, Joshua S. Bauchner 365 Rifle Camp Road Altton Althony J. D'Artiglio, Joshua S. Bauchner 365 Rifle Camp Road Altton Althony J. D'Artiglio, Joshua S. Bauchner 367 Rifle Camp Road Altton Althony J. D'Artiglio, Joshua S. Bauchner 368 Rifle Camp Road Altton Althony J. D'Artiglio, Joshua S. Bauchner 367 Rifle Camp Road Altton Althony J. D'Artiglio, Esq. 368 Rifle Camp Road Altton Althony J. D'Artiglio, Esq. 368 Rifle Camp Road Altton Althony J. D'Artiglio, Esq. 369 Rifle Camp Road Altton Althony J. D'Artiglio, Joshua S. Bauchner 367 Rifle Camp Road Altton Althony J. D'Artiglio, Joshua S. Bauchner 368 Rifle Camp Road Altton Althony J. D'Artiglio, Joshua S. Bauchner 368 Rifle Camp Road Altton Althony J. D'Artiglio, Joshua S. Bauchner 369 Rifle Camp Road Altton Althony J. D'Artiglio, Joshua S. Bauchner 369 Rifle Camp Road Altton Althony J. D'Artiglio, Joshua S. Bauchner 369 Rifle Camp Road Altton Althony J. D'Artiglio, Joshua S. Bauchner 369 Rifle Camp Road Altton Althony J. D'Artiglio, Joshua S. Bauchner 369 Rifle Camp Road Altton Althony J. D'Artiglio, Joshua S. Bauchner 369 Rifle Camp	Sears Canada Inc. Registered Pension Plan	Allen & Overy LLP		joseph.badtke-berkow@allenovery.com	Email
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Through Certificates, Series 2007-AHL2, Mortgage Pass-Through Certificates	Frenkel, Lambert, Weiss, Weisman & Gordon, LLP	Bay Shore NY 11706		First Class Mail
Certificates	Gordon, LLP	Attn: Brad Eric Scheler, Scott B. Luftglass, Peter B.		FIISt Class Wall
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